

DECEMBER 2009

D U R H A M
J O N E S &
P I N E G A R

Durham Jones & Pinegar, P.C.
111 East Broadway, Suite 900
P.O. Box 4050
Salt Lake City, Utah 84110
801.415.3000
801.415.3500 Fax
www.djplaw.com

Easy Street
c/o William Shoaf
4780 Winchester Court
Park City, UT 84068

January 22, 2010
Invoice No. 181243 KLC
File No. 26481 00001
Services Rendered Through 12/31/2009

Asset Analysis & Investigation

Summary of Account

Previous balance as of invoice dated	\$0.00
Payments received since last invoice	0.00 CR
A/R adjustment since last invoice	0.00
Net balance forward	0.00
Interest charge on past due balance	0.00
New charges as itemized below	1,270.50
Prepaid cash applied	0.00 CR
Total Balance Due Upon Receipt	<u>\$1,270.50</u>

Interest will accrue at 1.5% per month on balance not paid by end of month.

Detail of New Charges

Professional Services

12/01/2009 KLC	0.20 hours	\$65.00
	Telephone conference to Paul Thronsdson regarding appraisal issues	
12/01/2009 KLC	0.20 hours	\$65.00
	Telephone conference with Bill Shoaf regarding appraiser	
12/02/2009 JGP	1.10 hours	\$198.00
	Draft and file telephonic appearance motion and order for M.Blumenthal	
12/21/2009 SJM	0.20 hours	\$65.00
	Review notice letter from Sundance Partners Ltr. of Extension of Lease Agreement	
12/23/2009 KLC	0.50 hours	\$162.50
	Telephone conference with Paul Thronsdson, appraiser, emails to, from Bill Shoaf regarding appraiser	
12/28/2009 SJM	0.10 hours	\$32.50

Review information from appraiser as to appraisal completion

12/29/2009	KLC	0.20	hours	\$65.00
Emails regarding appraisal				
12/29/2009	KLC	0.20	hours	\$65.00
Telephone conference with Paul Throndsen regarding appraisal				
12/29/2009	KLC	0.20	hours	\$65.00
Telephone conference with Bill Shoaf regarding appraisal issues				
12/29/2009	KLC	0.60	hours	\$195.00
Reviewing appraisal issues				
12/29/2009	KLC	0.30	hours	\$97.50
Telephone conference with Bill Shoaf regarding Zoom lease, reviewing request to extend Zoom lease				
12/30/2009	KLC	0.20	hours	\$65.00
Telephone conference with Bill Shoaf regarding appraiser				
12/31/2009	KLC	0.40	hours	\$130.00
Telephone conferences with Bill Shoaf regarding transfer request no. 12				
				<hr/> <hr/> \$1,270.50
New Charges for This Matter				\$1,270.50

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Easy Street
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4780 Winchester Court
Park City, UT 84068

January 22, 2010

Invoice No. 181244 KLC

File No. 26481 00004

Services Rendered Through 12/31/2009

Claims Administration

Summary of Account

Previous balance as of invoice dated	\$0.00
Payments received since last invoice	0.00 CR
A/R adjustment since last invoice	0.00
Net balance forward	0.00
Interest charge on past due balance	0.00
New charges as itemized below	585.00
Prepaid cash applied	0.00 CR
Total Balance Due Upon Receipt	<u>\$585.00</u>

Interest will accrue at 1.5% per month on balance not paid by end of month.

Detail of New Charges

Professional Services

12/07/2009 SJM	1.60 hours	\$520.00
	Review emails on pre-bankruptcy negotiations with WestLB received from K. Cannon and evaluate company's position as to actions taken by WestLB and BayNorth	
12/28/2009 SJM	0.20 hours	\$65.00
	Review email request from W. Shoaf as to claims and respond to provide requested information	
		\$585.00
	New Charges for This Matter	\$585.00

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Park City, UT 84068

January 22, 2010
Invoice No. 181245 KLC
File No. 26481 00005
Services Rendered Through 12/31/2009

Employ & Fee Apps - Durham

Summary of Account

Previous balance as of invoice dated	\$0.00
Payments received since last invoice	0.00 CR
A/R adjustment since last invoice	0.00
Net balance forward	0.00
Interest charge on past due balance	0.00
New charges as itemized below	1,949.45
Prepaid cash applied	0.00 CR
Total Balance Due Upon Receipt	<u>\$1,949.45</u>

Interest will accrue at 1.5% per month on balance not paid by end of month.

Detail of New Charges

Professional Services

12/09/2009 KLC	0.50 hours	\$162.50
	Reviewing fees and expenses for DJP	
12/14/2009 KLC	0.80 hours	\$260.00
	Reviewing time for fee request	
12/15/2009 KLC	1.50 hours	\$487.50
	Drafting cover pleading for interim fee requests	
12/15/2009 KLC	0.20 hours	\$65.00
	Telephone conference with Steve McCordell regarding fee requests	
12/15/2009 KLC	0.20 hours	\$65.00
	Telephone conference with Michael Blumenthal regarding fee issues	
12/16/2009 KLC	1.20 hours	\$390.00
	Reviewing DJP time, drafting first fee request	
12/17/2009 KLC	0.40 hours	\$130.00
	Drafting cover regarding DJP fees, reviewing detailed billing reports	

12/18/2009 KLC	0.60 hours	\$195.00
Reviewing DJP detailed billings, conference with accounting personnel regarding same		
12/21/2009 KLC	0.50 hours	\$162.50
Reviewing, revising fee request		
		<hr/> \$1,917.50

Client Expenses Advanced

12/31/2009 Equitrac Copy charge	\$31.95
	<hr/> \$31.95

New Charges for This Matter	\$1,949.45
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Easy Street
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4780 Winchester Court
Park City, UT 84068

January 22, 2010
Invoice No. 181246 KLC
File No. 26481 00006
Services Rendered Through 12/31/2009

Employ & Fee Apps - Others

Summary of Account

Previous balance as of invoice dated	\$0.00
Payments received since last invoice	0.00 CR
A/R adjustment since last invoice	0.00
Net balance forward	0.00
Interest charge on past due balance	0.00
New charges as itemized below	6,538.42
Prepaid cash applied	0.00 CR
Total Balance Due Upon Receipt	<u>\$6,538.42</u>

Interest will accrue at 1.5% per month on balance not paid by end of month.

Detail of New Charges

Professional Services

12/01/2009 SJM	0.40 hours	\$130.00
	Review committee response to applications to employ BDRC and Gemstone	
12/02/2009 KLC	0.40 hours	\$130.00
	Reviewing committee response to BDRC and Gemstone applications	
12/02/2009 KLC	0.20 hours	\$65.00
	Conference with Steve McCardell regarding BDRC and Gemstone applications	
12/02/2009 KLC	0.50 hours	\$162.50
	Reviewing WestLB's response, Robertson declaration regarding same	
12/02/2009 KLC	2.90 hours	\$942.50
	Reviewing applications, related documents, docket in preparation for hearing on BDRC, Gemstone applications, outlining presentation for hearing thereon	

12/02/2009	KLC	0.30 hours	\$97.50
		Emails to, from Rich Havel, Annette Jarvis, and Michael Blumenthal regarding BDRC and Gemstone applications	
12/02/2009	KLC	0.20 hours	\$65.00
		Conference with Steve McCardell regarding BDRC and Gemstone applications	
12/02/2009	KLC	0.30 hours	\$97.50
		Reviewing, revising proposed orders on BDRC and Gemstone	
12/02/2009	SJM	1.60 hours	\$520.00
		Review WestLB reply and declaration concerning employment of consultants and prepare for hearing, including preparation of orders and exhibit	
12/03/2009	KLC	0.90 hours	\$292.50
		Preparing for hearing on BDRC and Gemstone applications	
12/03/2009	KLC	1.20 hours	\$390.00
		Attending hearing on BDRC and Gemstone applications	
12/03/2009	KLC	0.40 hours	\$130.00
		Reviewing revised orders, email to parties regarding same	
12/03/2009	KLC	0.40 hours	\$130.00
		Emails to, from Gemstone regarding court's modification of agreement	
12/03/2009	SJM	1.40 hours	\$455.00
		Prepare for (including preparation of orders and exhibits) and attend hearing on employment applications of BDRC and Gemstone and before, after, and during break in hearing, conferences with counsel for parties in interest regardign the applications and resolution of open issues (1.0); after hearing, preapare revised orders on BDRC and Gemstone including provisions required by Court's rulings and parties' agreed modifications (.40)	
12/04/2009	SJM	0.20 hours	\$65.00
		Review information from K. Cannon on orders as to employment of BDRC and Gemstone, verify endorsements and notify K. Cannon and co-counsel that all endorsements received	
12/07/2009	KLC	0.30 hours	\$97.50
		Responding to communications from Corbin Gordon and Joe Wrona regarding fees, telephone conference with Lon Jenkins regarding application to employ appraiser	
12/08/2009	KLC	0.70 hours	\$227.50
		Preparing proposed order, otherwise preparing for hearing on application to employ Appraisal Group Inc.	
12/08/2009	KLC	0.70 hours	\$227.50
		Attending hearing on application to employ AGI	
12/10/2009	KLC	0.50 hours	\$162.50

Telephone conference with Lon Jenkins regarding motions for monthly payment of professionals

12/10/2009	KLC	0.50 hours	\$162.50
		Reviewing WestLB conditional objection to motion for monthly payment of professionals	
12/14/2009	KLC	1.20 hours	\$390.00
		Reviewing motion for approval of procedures for monthly fees and expenses, notice, ex parte motion and order, preparing for hearing thereon	
12/14/2009	KLC	0.90 hours	\$292.50
		Drafting order on interim fee procedures motion	
12/14/2009	KLC	0.70 hours	\$227.50
		Attending hearing on motion for interim fee procedures	
12/14/2009	KLC	0.20 hours	\$65.00
		Email to Bill Shoaf and Philo Smith regarding order on interim fee procedures	
12/16/2009	KLC	0.30 hours	\$97.50
		Reviewing Crowell & Moring fee request	
12/17/2009	KLC	0.40 hours	\$130.00
		Reviewing Crowell fee request, telephone conference with Michael Blumenthal regarding same	
12/17/2009	KLC	0.30 hours	\$97.50
		Telephone conference with Joe Wrona regarding fee procedures	
12/17/2009	KLC	0.20 hours	\$65.00
		Emails to Joe Wrona, Corbin Gordon, special counsel	
12/29/2009	KLC	0.20 hours	\$65.00
		Emails to, from Lon Jenkins regarding estate professional fees	
12/29/2009	KLC	0.40 hours	\$130.00
		Reviewing emails on objection to fee statements	
12/29/2009	KLC	0.20 hours	\$65.00
		Telephone conference with Bill Shoaf regarding fee issues	
12/29/2009	KLC	0.20 hours	\$65.00
		Emails from Joe Wrona regarding fee request	
12/30/2009	KLC	0.20 hours	\$65.00
		Reviewing correspondence regarding payment of professional fees	
12/30/2009	KLC	0.20 hours	\$65.00
		Telephone conference with Lon Jenkins regarding committee legal fees	
12/30/2009	KLC	0.30 hours	\$97.50
		Telephone conference with Michael Blumenthal regarding fee issues	
12/31/2009	KLC	0.20 hours	\$65.00

Telephone conference with Rich Havel regarding fees

\$6,532.50

Client Expenses Advanced

11/30/2009 Pacer On-Line Research

\$5.92

\$5.92

New Charges for This Matter

\$6,538.42

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c/o William Shoaf
4780 Winchester Court
Park City, UT 84068

January 22, 2010
Invoice No. 181247 KLC
File No. 26481 00008
Services Rendered Through 12/31/2009

Plan and Disc. Statement

Summary of Account

Previous balance as of invoice dated	\$0.00
Payments received since last invoice	0.00 CR
A/R adjustment since last invoice	0.00
Net balance forward	0.00
Interest charge on past due balance	0.00
New charges as itemized below	5,643.63
Prepaid cash applied	0.00 CR
Total Balance Due Upon Receipt	<u>\$5,643.63</u>

Interest will accrue at 1.5% per month on balance not paid by end of month.

Detail of New Charges

Professional Services

12/03/2009 KLC	0.20 hours	\$65.00
	Conference with Philo Smith regarding plan issues	
12/03/2009 KLC	0.30 hours	\$97.50
	Telephone conference with Michael Blumenthal regarding plan issues	
12/07/2009 KLC	0.30 hours	\$97.50
	Telephone conference with Michael Blumenthal regarding plan issues	
12/09/2009 KLC	0.80 hours	\$260.00
	Reviewing plan outline from Michael Blumenthal	
12/09/2009 KLC	0.20 hours	\$65.00
	Telephone conference with Michael Blumenthal regarding plan outline	
12/10/2009 KLC	0.30 hours	\$97.50
	Emails to, from Michael Blumenthal regarding plan issues	
12/11/2009 SJM	0.50 hours	\$162.50

Conference call with M. Blumenthal, W. Shoaf, and P. Smith on plan outline

12/14/2009	SJM	0.40 hours	\$130.00
		Conference with M. Blumenthal and S. Eichel regarding plan issues	
12/14/2009	SJM	0.50 hours	\$162.50
		Review BDRC financial information on operations	
12/15/2009	JGP	2.30 hours	\$414.00
		Research 10th Circuit and BAP case law regarding extending plan exclusivity	
12/16/2009	KLC	0.40 hours	\$130.00
		Reviewing revised plan outline	
12/17/2009	KLC	1.10 hours	\$357.50
		Reviewing, revising motion to extend exclusivity	
12/18/2009	KLC	0.30 hours	\$97.50
		Revising motion for extension of exclusivity	
12/18/2009	KLC	0.20 hours	\$65.00
		Telephone conference to court for hearing date	
12/18/2009	KLC	0.60 hours	\$195.00
		Drafting notice of hearing on motion to extend exclusivity	
12/21/2009	SJM	0.70 hours	\$227.50
		Review and comment on plan term sheet	
12/23/2009	KLC	2.50 hours	\$812.50
		Conference call regarding plan term sheet with Bill Shoaf, Michael Blumenthal, BDRC representatives	
12/23/2009	KLC	0.60 hours	\$195.00
		Reviewing revised plan term sheet	
12/23/2009	KLC	0.40 hours	\$130.00
		Telephone conference with Bill Shoaf regarding plan issues	
12/30/2009	KLC	0.20 hours	\$65.00
		Telephone conference with Michael Blumenthal regarding term sheet	
12/30/2009	KLC	0.80 hours	\$260.00
		Reviewing West LB comments on plan term sheet	
12/30/2009	KLC	0.20 hours	\$65.00
		Telephone conference to Lon Jenkins regarding plan term sheet	
12/31/2009	KLC	0.30 hours	\$97.50
		Telephone conference with Michael Blumenthal regarding plan	
12/31/2009	KLC	1.80 hours	\$585.00
		Reviewing draft disclosure statement	
12/31/2009	SJM	0.50 hours	\$162.50
		Begin review of disclosure statement and make inquiry of K. Cannon via email on joint plan issue	

		\$4,996.50
<u>Client Expenses Advanced</u>		
12/31/2009 Equitrac Copy charge		\$352.50
12/31/2009 Postage		\$175.35
12/31/2009 Westlaw Computerized Legal Research		\$119.28
		<hr/> \$647.13
New Charges for This Matter		\$5,643.63

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4780 Winchester Court
Park City, UT 84068

January 22, 2010
Invoice No. 181248 KLC
File No. 26481 00009
Services Rendered Through 12/31/2009

Misc. Contested Matters

Summary of Account

Previous balance as of invoice dated	\$0.00
Payments received since last invoice	0.00 CR
A/R adjustment since last invoice	0.00
Net balance forward	0.00
Interest charge on past due balance	0.00
New charges as itemized below	6,283.12
Prepaid cash applied	0.00 CR
Total Balance Due Upon Receipt	<u>\$6,283.12</u>

Interest will accrue at 1.5% per month on balance not paid by end of month.

Detail of New Charges

Professional Services

12/01/2009 KLC	0.50 hours	\$162.50
	Final review of complaint on section 105 stay	
12/01/2009 KLC	0.90 hours	\$292.50
	Drafting motion for a stay	
12/01/2009 KLC	0.80 hours	\$260.00
	Final revisions to memorandum in support of a section 105 stay	
12/01/2009 KLC	1.40 hours	\$455.00
	Drafting ex parte motion, orders on overlength memorandum, expedited hearing on motion for stay	
12/01/2009 KLC	0.30 hours	\$97.50
	Emails to co-counsel regarding pleadings filed today, to opposing counsel	
12/01/2009 SJM	2.50 hours	\$812.50
	Review and edit draft motion and memorandum on request for stay of	

proceedings against Mr. Shoaf (.60); conference with K. Cannon on motion and leave voice message with Court's law clerk concerning complaint, motion, and motion to shorten time in advance of a 12-18 deadline in the Massachusetts action (.20); review final complaint on stay, motion, memo and ancillary motions to schedule and approve length, summons (1.70)

12/02/2009	KLC	0.10 hours	\$32.50
		Telephone conference with court regarding hearing time for 105 stay motion	
12/02/2009	KLC	0.30 hours	\$97.50
		Telephone conferences with Michael Blumenthal and Bruce Zabarauskas regarding hearing date, notice on 105 stay motion	
12/02/2009	KLC	0.20 hours	\$65.00
		Telephone conference with Addie Maudsley regarding 105 stay motion	
12/02/2009	KLC	1.30 hours	\$422.50
		Drafting notice of hearing on 105 stay motion	
12/02/2009	SJM	0.60 hours	\$195.00
		Review and comment on draft motion/memorandum on stay as to BayNorth's prosecution of Massachusetts proceeding	
12/09/2009	KLC	0.50 hours	\$162.50
		Drafting notice of hearings in adversary proceedings	
12/09/2009	KLC	0.10 hours	\$32.50
		Email to Addie Maudsley regarding notice	
12/10/2009	KLC	1.00 hours	\$325.00
		Reviewing emails from Bill Shoaf requested by committee	
12/16/2009	KLC	0.40 hours	\$130.00
		Reviewing response to motion for 105 injunction	
12/20/2009	KLC	1.10 hours	\$357.50
		Reviewing reply memorandum, Shoaf reply declaration in section 105 stay motion	
12/21/2009	KLC	1.70 hours	\$552.50
		Reviewing reply memorandum in section 105 stay proceeding, reviewing exhibits related to same	
12/21/2009	KLC	0.20 hours	\$65.00
		Telephone conference to chambers regarding providing copies of exhibits to chambers	
12/21/2009	KLC	0.20 hours	\$65.00
		Telephone conference to Addie Maudsley regarding hearing	
12/21/2009	KLC	0.30 hours	\$97.50
		Conference with Michael Blumenthal and Bruce Zabarauskas regarding preparation for hearing on motions	

12/21/2009	JGP	1.50 hours	\$270.00
Prepare exhibit binders for hearings on December 21, 2009 regarding complaints between debtor and North Bay, LLC			
12/22/2009	KLC	0.80 hours	\$260.00
Reviewing pleadings in 105 motion proceeding			
12/22/2009	KLC	0.50 hours	\$162.50
Conference with Michael Blumenthal, Bruce Zabarauskas regarding preparation for hearing			
12/22/2009	KLC	0.70 hours	\$227.50
Preparation for hearing on motion for a stay			
12/22/2009	KLC	0.70 hours	\$227.50
Attending hearing on motion for a 105 stay			
12/22/2009	KLC	0.50 hours	\$162.50
Preparation for hearing on motion for a stay			
12/30/2009	KLC	0.10 hours	\$32.50
Telephone conference to Addie Maudsley regarding order on 105 injunction			
12/30/2009	KLC	0.20 hours	\$65.00
Reviewing, endorsing order			
12/30/2009	KLC	0.40 hours	\$130.00
Reviewing court's order on motion to dismiss			
12/30/2009	KLC	0.20 hours	\$65.00
Telephone conference with Bruce Zabarauskas regarding orders			
			<hr/> \$6,282.50

Client Expenses Advanced

11/30/2009	Pacer On-Line Research	\$0.32
12/31/2009	Equitrac Copy charge	\$0.30
		<hr/> \$0.62

New Charges for This Matter	\$6,283.12
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Park City, UT 84068

January 22, 2009
Invoice No. 181526 KLC
File No. 26481 00010
Services Rendered Through 12/31/2009

Case Administration

Summary of Account

Previous balance as of invoice dated	\$0.00
Payments received since last invoice	0.00 CR
A/R adjustment since last invoice	0.00
Net balance forward	0.00
Interest charge on past due balance	0.00
New charges as itemized below	3,828.40
Prepaid cash applied	0.00 CR
Total Balance Due Upon Receipt	<u>\$3,828.40</u>

Interest will accrue at 1.5% per month on balance not paid by end of month.

Detail of New Charges

Professional Services

12/07/2009 KLC	0.80 hours	\$260.00
Reviewing documents regarding various transactions		
12/10/2009 SJM	0.30 hours	\$97.50
Review information from W. Shoaf regarding legal and practical issues in the event of change of managers for the property and need to replace systems and agreements		
12/10/2009 JGP	0.70 hours	\$126.00
Draft ex parte motion to appear telephonically for hearing on Monday December 14		
12/10/2009 JGP	0.20 hours	\$36.00
Draft order to appear telephonically for hearing on Monday December 14		
12/11/2009 JGP	0.10 hours	\$18.00
Telephone conference with S.Robinson in Judge Mosier's chambers regarding ex parte motion to appear telephonically		

12/14/2009 JGP	0.10 hours	\$18.00
Email M.Blumenthal regarding telephonic appearance		
12/22/2009 KLC	1.50 hours	\$487.50
Conference with Bill Shoaf, Michael Blumenthal, Bruce Zabarauskas regarding next steps		
12/29/2009 KLC	0.20 hours	\$65.00
Telephone conference with Michael Blumenthal regarding various issues		
12/30/2009 KLC	0.20 hours	\$65.00
Telephone conference with Michael Blumenthal regarding various matters		
12/30/2009 JGP	0.20 hours	\$36.00
Call Bill Shoaf		
		<hr/> <hr/> \$1,209.00

Client Expenses Advanced

09/15/2009 Courier Service	\$7.00
09/15/2009 Courier Service	\$18.33
09/15/2009 Courier Service	\$18.33
09/15/2009 Courier Service	\$7.00
09/15/2009 Filing Fee	\$26.00
09/15/2009 Salt City Couriers, Inc.	\$11.30
09/15/2009 Salt City Couriers, Inc.	\$25.95
09/30/2009 Pacer On-Line Research	\$0.64
09/30/2009 Pacer On-Line Research	\$2.88
09/30/2009 Pacer On-Line Research	\$35.60
10/31/2009 Pacer On-Line Research	\$31.44
11/30/2009 Pacer On-Line Research	\$7.76
11/30/2009 Pacer On-Line Research	\$1.60
11/30/2009 Pacer On-Line Research	\$1.28
11/30/2009 Pacer On-Line Research	\$0.56
12/01/2009 Division of Corporations Filing Fee	\$250.00
12/31/2009 Equitrac Copy charge	\$1,454.10
12/31/2009 Pacer On-Line Research	\$2.00
12/31/2009 Postage	\$85.13
12/31/2009 Telefax	\$632.50
	<hr/> <hr/> \$2,619.40
New Charges for This Matter	\$3,828.40

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January 22, 2010
Invoice No. 181250 KLC
File No. 26481 00011
Services Rendered Through 12/31/2009

Cash Collateral/DIP Lending

Summary of Account

Previous balance as of invoice dated	\$0.00
Payments received since last invoice	0.00 CR
A/R adjustment since last invoice	0.00
Net balance forward	0.00
Interest charge on past due balance	0.00
New charges as itemized below	20,851.98
Prepaid cash applied	0.00 CR
Total Balance Due Upon Receipt	<u>\$20,851.98</u>

Interest will accrue at 1.5% per month on balance not paid by end of month.

Detail of New Charges

Professional Services

12/01/2009 KLC	0.20 hours	\$65.00
	Telephone conference from Rich Havel and Annette Jarvis regarding cash collateral hearing	
12/01/2009 KLC	0.30 hours	\$97.50
	Emails to, from Bill Shoaf regarding transfer requests	
12/01/2009 KLC	0.20 hours	\$65.00
	Telephone conference with Bill Shoaf regarding funds in escrow accounts	
12/01/2009 KLC	0.20 hours	\$65.00
	Telephone conference with Bill Shoaf regarding transfer requests	
12/01/2009 KLC	0.20 hours	\$65.00
	Telephone conference from Rich Havel regarding WestLB's discussions with committee	
12/01/2009 KLC	0.20 hours	\$65.00

Emails to, from Rich Havel regarding issues

12/01/2009	KLC	0.20 hours	\$65.00
		Telephone conference from Michael Johnson regarding Jacobsen issues on cash collateral	
12/01/2009	KLC	0.20 hours	\$65.00
		Telephone conference with Lon Jenkins regarding committee issues on cash collateral	
12/02/2009	KLC	1.10 hours	\$357.50
		Conference call with Michael Blumenthal, Rich Havel, Bill Ellis, and Annette Jarvis regarding cash collateral issues, co-manager and consultant applications, committee issues	
12/02/2009	KLC	0.20 hours	\$65.00
		Telephone conference with Michael Blumenthal regarding various issues involving cash collateral	
12/02/2009	KLC	0.20 hours	\$65.00
		Conference with Steve McCardell regarding cash collateral issues	
12/02/2009	KLC	0.30 hours	\$97.50
		Emails to, from Michael Johnson regarding cash collateral, Jacobsen issue related thereto	
12/02/2009	KLC	0.30 hours	\$97.50
		Reviewing email correspondence regarding transfer request no. 8	
12/02/2009	KLC	0.20 hours	\$65.00
		Telephone conference with Drew Norman regarding account, transfer request issues	
12/02/2009	SJM	0.60 hours	\$195.00
		Review and analysis of Jacobsen's email claiming an adversary proceeding is required to modify the stipulation so as not to withhold funds to protect Jacobsen's claimed lien and prepare email to co-counsel on this point and analogy to Utah Aircraft Alliance case	
12/02/2009	SJM	0.30 hours	\$97.50
		Review accounts balance and request 7 and 8 as summarized by W. Shoaf	
12/03/2009	KLC	0.30 hours	\$97.50
		Conference with Bill Shoaf regarding cash collateral issues	
12/03/2009	KLC	0.30 hours	\$97.50
		Reviewing, responding to Mike Johnson email on Jacobsen issues	
12/03/2009	KLC	0.20 hours	\$65.00
		Telephone conference to Drew Norman regarding account issues	
12/03/2009	SJM	1.80 hours	\$585.00
		Review and analysis of Jacobsen position on cash collateral and accounts, including Jacobsen demand that accounts remain intact (.60); legal research regarding Jacobsen assertions regarding its claim	

of lien (1.20)

12/04/2009	KLC	0.40 hours	\$130.00
		Reviewing Chase forms	
12/04/2009	KLC	0.40 hours	\$130.00
		Reviewing emails on Jacobsen issues	
12/04/2009	KLC	0.30 hours	\$97.50
		Reviewing response to objection on cash collateral issues	
12/04/2009	SJM	2.70 hours	\$877.50
		Conference call with A. Jarvis and R. Havel regarding response to Jacobsen and preparation for hearing on the 14th (.30); analysis of and legal research regarding Objection and Motion filed by Jacobsen and prepare draft response for review by co-counsel (2.30); review comments on draft and approve revisions (.10)	
12/07/2009	KLC	0.60 hours	\$195.00
		Reviewing emails from Bill Shoaf regarding various cash collateral issues	
12/07/2009	KLC	0.80 hours	\$260.00
		Telephone conference with Michael Blumenthal, Rich Havel, Bill Ellis, Kim Sallinger, Jeff Blatt, Jeff McIntyre, Greg Hooper regarding various issues	
12/07/2009	KLC	1.30 hours	\$422.50
		Telephone conference with Bill Shoaf, Philo Smith, Michael Blumenthal, Kim Sallinger regarding various issues	
12/07/2009	KLC	0.60 hours	\$195.00
		Reviewing Chase documents	
12/07/2009	KLC	0.20 hours	\$65.00
		Conference with Steve McCardell regarding cash collateral issues	
12/08/2009	DFK	2.20 hours	\$682.00
		Conference with K. Cannon; reviewed documents and researched UCC issue; reviewed with K. Cannon.	
12/08/2009	KLC	0.60 hours	\$195.00
		Reviewing transfer request 9	
12/08/2009	KLC	1.50 hours	\$487.50
		Telephone conference with Bill Shoaf, Philo Smith, and Michael Blumenthal regarding debtor issues on cash collateral	
12/08/2009	KLC	0.20 hours	\$65.00
		Telephone conference with Drew Norman regarding accounts issues	
12/08/2009	KLC	0.60 hours	\$195.00
		Reviewing five year budget	
12/08/2009	KLC	1.00 hours	\$325.00
		Telephone conference with Michael Blumenthal, Steve McCardell regarding issues with WestLB	

12/08/2009	SJM	1.20 hours	\$390.00
Review and respond to call from A. Jarvis and R. Havel regarding Jacobsen objection and December 14 hearing (.10); conference with K. Cannon regarding cash collateral modification hearing (.10); conference with K. Cannon and M. Blumenthal regarding follow up with WestLB, and regarding term sheet, plan, and issues with implementing cash collateral stipulation (1.0)			
12/09/2009	KLC	2.00 hours	\$650.00
Telephone conference with Bill Shoaf, Michael Blumenthal, Steve McCardell, WestLB representatives, BDRC and Gemstone representatives regarding cash collateral issues			
12/09/2009	KLC	0.40 hours	\$130.00
Telephone conference with Michael Blumenthal, Steve McCardell regarding cash collateral issues			
12/09/2009	KLC	0.40 hours	\$130.00
Reviewing Chase account issues			
12/09/2009	KLC	0.50 hours	\$162.50
Reviewing email communications on transfer request no. 8			
12/09/2009	KLC	0.30 hours	\$97.50
Conference with David Klomp regarding issues on Chase accounts			
12/09/2009	KLC	0.20 hours	\$65.00
Telephone conference with Drew Norman regarding issues on Chase accounts			
12/09/2009	KLC	0.20 hours	\$65.00
Conference with Steve McCardell regarding stipulation issues			
12/09/2009	KLC	0.60 hours	\$195.00
Telephone conference with Lon Jenkins regarding cash collateral stipulation changes			
12/09/2009	KLC	0.20 hours	\$65.00
Telephone conference with Rich Havel regarding guest deposits, committee issues on cash collateral changes			
12/09/2009	SJM	2.70 hours	\$877.50
Conference with R. Havel regarding preparation for hearing on cash collateral stipulation amendments (.10); draft declaration of W. Shoaf for use at hearing (.40)Participate in portion of call with Debtor, c-counsel, WestLB, WestLB's counsel, and consultants regarding cash collateral stipulation changes, plan term sheet as required by stipulation, consultant work as required by stipulation, and conference with W. Shoaf, M. Blumenthal, and K. Cannon afterward (2.20)			
12/10/2009	KLC	0.60 hours	\$195.00
Telephone conference with Bill Shoaf regarding cash collateral issues, account issues			
12/10/2009	KLC	1.50 hours	\$487.50

Reviewing Chase bank account issues, email to Terry Steinbrenner at Chase

12/10/2009	KLC	0.20 hours	\$65.00
		Telephone conference with Drew Norman regarding bank account issues	
12/10/2009	KLC	0.30 hours	\$97.50
		Reviewing Bill Shoaf declaration regarding cash collateral issues	
12/10/2009	SJM	0.30 hours	\$97.50
		Conference with K. Cannon regarding accounts and work needed under cash collateral stipulation (.10); review and respond to email from R. Havel regarding supplemental declaration of W. Shoaf (.10); follow-up with W. Shoaf on declaration and transmit to WestLB's counsel (.10)	
12/11/2009	KLC	0.50 hours	\$162.50
		Reviewing emails on cash collateral amendments motion	
12/11/2009	SJM	0.50 hours	\$162.50
		Review information from M. Blumenthal on confirmation being provided on plan terms in compliance with cash collateral stipulation (.30); review information from W. Shoaf on recommendations as to cash flow under cash collateral stipulation (.20); review extension for term sheet (n/c)	
12/11/2009	SJM	1.70 hours	\$552.50
		Further conference with client and co-counsel on cash collateral hearing and objections (.40); Review committee and Jacobsen objections to motion to revise cash collateral (.80); Conference with A. Jarvis and R. Havel regarding potential resolution of objections to cash collateral motion (.10); review proposed order and comments of Jacobsen and WestLB to resolve issues with proposed order (.40)	
12/14/2009	KLC	0.70 hours	\$227.50
		Reviewing cash collateral motion, objection, proposed order for hearing on modifications to stipulation, reviewing emails on same	
12/14/2009	KLC	0.20 hours	\$65.00
		Conference with Steve McCardell regarding cash collateral modifications	
12/14/2009	KLC	0.40 hours	\$130.00
		Outlining issues on Chase accounts	
12/14/2009	KLC	0.20 hours	\$65.00
		Reviewing email correspondence on reporting	
12/14/2009	SJM	2.00 hours	\$650.00
		Notify court of resolution of issues for today's hearing and review response from M. Johnson (.20); prepare for hearing on cash collateral amendments (.70); attend hearing and conferences before and after hearing with committee and WestLB counsel (.50); review emails from W. Shoaf on West LB shared with committee (.30);	

review November management report and financials received from W. Shoaf (.30)

12/15/2009	KLC	0.80	hours	\$260.00
		Reviewing account issues, account agreements		
12/15/2009	KLC	0.70	hours	\$227.50
		Reviewing Draw Request 10		
12/15/2009	KLC	0.30	hours	\$97.50
		Emails regarding draw requests		
12/15/2009	KLC	0.90	hours	\$292.50
		Reviewing statements of fees from Sidley & Austin and Dorsey & Whitney		
12/15/2009	KLC	0.30	hours	\$97.50
		Telephone conference with Michael Blumenthal regarding statements		
12/16/2009	KLC	1.30	hours	\$422.50
		Telephone conference with Bill Shoaf, Michael Blumenthal, BDRC representatives regarding issues		
12/16/2009	KLC	1.40	hours	\$455.00
		Conference call with Michael Blumenthal, BDRC representatives, Gemstone representatives, West LB, representatives and counsel regarding business plan, cash collateral issues		
12/16/2009	KLC	0.30	hours	\$97.50
		Telephone conference with Rich Havel, telephone conference with Rich Havel to Michael Johnson regarding holdback, Jacobsen issues		
12/16/2009	KLC	0.20	hours	\$65.00
		Telephone conference with Michael Blumenthal regarding holdback issues		
12/16/2009	KLC	0.20	hours	\$65.00
		Telephone conference with Terri Steinbrenner regarding bank account issues		
12/16/2009	KLC	0.40	hours	\$130.00
		Outlining issues for accounts		
12/17/2009	KLC	0.80	hours	\$260.00
		Reviewing fee requests of Sidley Austin, Dorsey Whitney		
12/17/2009	KLC	0.50	hours	\$162.50
		Responding to Chase issues		
12/17/2009	KLC	0.30	hours	\$97.50
		Emails to, telephone conference with Bill Shoaf regarding Chase accounts		
12/18/2009	KLC	0.30	hours	\$97.50
		Telephone conference with Michael Blumenthal regarding cash collateral issues		

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12/18/2009	KLC	0.40 hours	\$130.00
		Reviewing suggested changes to cash collateral stipulation	
12/18/2009	KLC	1.90 hours	\$617.50
		Drafting proposed changes to cash collateral stipulation	
12/18/2009	KLC	0.40 hours	\$130.00
		Revising changes to the cash collateral stipulation	
12/18/2009	KLC	0.20 hours	\$65.00
		Email to Rich Havel regarding changes to stipulation	
12/18/2009	KLC	0.20 hours	\$65.00
		Telephone conference to Bill Shoaf regarding bank account issues	
12/18/2009	KLC	0.20 hours	\$65.00
		Telephone conference with Michael Blumenthal regarding cash collateral stipulation	
12/21/2009	KLC	0.40 hours	\$130.00
		Reviewing W-9 from Easy Street Partners, telephone conference to Bill Shoaf regarding same	
12/21/2009	JGP	2.80 hours	\$504.00
		Research and draft memo regarding Jacobsen National Group, Inc., Notice of Interest in § 546(b) real property and improvements	
12/23/2009	KLC	0.40 hours	\$130.00
		Reviewing transfer request no. 11	
12/23/2009	KLC	1.30 hours	\$422.50
		Reviewing discovery from Jacobsen, cover emails regarding same	
12/23/2009	KLC	0.30 hours	\$97.50
		Conference with Jessica Peterson regarding Jacobsen discovery	
12/23/2009	KLC	0.20 hours	\$65.00
		Telephone conference with Jessica Peterson from Ben Kotter, Cameron Hancock regarding Jacobsen discovery	
12/23/2009	SJM	0.70 hours	\$227.50
		Review discovery requests served by Jacobsen	
12/23/2009	JGP	0.30 hours	\$54.00
		Conference with K.Cannon regarding discovery requests from Jacobsen Construction	
12/24/2009	SJM	0.40 hours	\$130.00
		Review Jacobsen notices of deposition	
12/27/2009	JGP	0.10 hours	\$18.00
		Review 30(b)(6) request to debtor from Jacobsen	
12/28/2009	KLC	0.30 hours	\$97.50
		Reviewing discovery issues in Jacobsen matter	
12/28/2009	SJM	0.10 hours	\$32.50
		Review extension of cash collateral deadlines	

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12/29/2009	KLC	1.20 hours	\$390.00
		Reviewing draft discovery to Jacobsen	
12/29/2009	KLC	0.20 hours	\$65.00
		Emails to, from Ben Kotter regarding draft discovery	
12/29/2009	KLC	0.20 hours	\$65.00
		Conference with Jessica Peterson regarding discovery	
12/29/2009	SJM	0.60 hours	\$195.00
		Review WestLB deposition notices for Jacobsen and discovery requests	
12/30/2009	KLC	0.20 hours	\$65.00
		Telephone conference from Ben Kotter regarding discovery to Jacobsen	
12/30/2009	KLC	0.30 hours	\$97.50
		Reviewing emails from Michael Johnson regarding discovery	
12/30/2009	KLC	1.20 hours	\$390.00
		Reviewing discovery with Jacobsen	
12/30/2009	SJM	0.30 hours	\$97.50
		Review information from M. Johnson on discovery issues with Jacobsen; review follow up information from M> Johnson on discovery issues with Jacobsen	
12/31/2009	KLC	0.20 hours	\$65.00
		Telephone conference with Bill Shoaf regarding discovery	
12/31/2009	KLC	0.20 hours	\$65.00
		Conference with Jessica Peterson regarding discovery issues	
12/31/2009	KLC	0.20 hours	\$65.00
		Telephone conference with Steve McCardell regarding Easy Street documents	
12/31/2009	KLC	0.90 hours	\$292.50
		Reviewing Easy Street documents	
12/31/2009	JGP	2.30 hours	\$414.00
		Answer interrogatories	
12/31/2009	JGP	0.50 hours	\$90.00
		Conference with Bill Shoaf regarding interrogatories	
12/31/2009	JGP	0.40 hours	\$72.00
		Review document production for Easy Street	
12/31/2009	JGP	0.30 hours	\$54.00
		Meet with Steve Durham to learn about document production	

\$20,835.50

Client Expenses Advanced

11/30/2009 Pacer On-Line Research

\$2.32

11/30/2009 Pacer On-Line Research	\$8.16
12/31/2009 Equitrac Copy charge	\$6.00
	<hr/>
New Charges for This Matter	\$20,851.98

D U R H A M

J O N E S &

P I N E G A R

Durham Jones & Pinegar, P.C.
111 East Broadway, Suite 900
P.O. Box 4050
Salt Lake City, Utah 84110
801.415.3000
801.415.3500 Fax
www.djplaw.com

January 22, 2009
Invoice No. 181251 KLC
File No. 26481 00012
Services Rendered Through 12/31/2009

Easy Street
c/o William Shoaf
4780 Winchester Court
Park City, UT 84068

BayNorth Litigation

Summary of Account

Previous balance as of invoice dated	\$0.00
Payments received since last invoice	0.00 CR
A/R adjustment since last invoice	0.00
Net balance forward	0.00
Interest charge on past due balance	0.00
New charges as itemized below	5,961.00
Prepaid cash applied	0.00 CR
Total Balance Due Upon Receipt	<u>\$5,961.00</u>

Interest will accrue at 1.5% per month on balance not paid by end of month.

Detail of New Charges

Professional Services

10/15/2009 SJM	0.10 hours	\$32.50
	Review and sign stipulation on extension if time for Bay North to answer adversary complaint	
11/09/2009 SJM	1.60 hours	\$520.00
	Review motion to dismiss litigation filed by Bay North and analysis of arguments of Bay North; transmit to co-counsel	
11/10/2009 SJM	0.50 hours	\$162.50
	Review letter from Bay North counsel on complaint and conference with M. Blumenthal on letter	
12/03/2009 KLC	0.30 hours	\$97.50
	Emails to, from Bruce Zabarauskas regarding opposition to BayNorth motion to dismiss	
12/03/2009 KLC	0.60 hours	\$195.00
	Reviewing Utah case law on motions to dismiss	
12/03/2009 KLC	2.50 hours	\$812.50
	Reviewing, revising responsive memorandum to BayNorth motion to dismiss adversary proceeding	
12/03/2009 SJM	1.50 hours	\$487.50

Review message from B. Zabaruskas regarding 10th Circuit law on motions to dismiss and conduct brief research and preparation of paragraph on post-twombly formulations of standard in the 10th Circuit (.80); review and edit draft response to BayNorth motion to dismiss the debtor's complaing (.70)

12/10/2009	SJM	0.40 hours	\$130.00
Review and respond to inquiry from B. Zabaruskas on pretrial procedures in BayNorth adversary proceedings and provide exemplar of planning report for use in proposing schedule for BayNorth litigation			
12/11/2009	SJM	0.60 hours	\$195.00
Review and respond to inquiry from B. Zabaruskas as to affidavit of W. Shoaf and prepare notice of errata; review exhibit to Shoaf declaration			
12/16/2009	KLC	0.40 hours	\$130.00
Reviewing reply to response to motion to dismiss			
12/17/2009	KLC	0.30 hours	\$97.50
Reviewing emails regarding hearings on BayNorth matters			
12/17/2009	KLC	2.10 hours	\$682.50
Reviewing pleadings			
12/17/2009	KLC	0.20 hours	\$65.00
Telephone conference with Bruce Zabarauskas regarding hearing			
12/17/2009	KLC	0.20 hours	\$65.00
Telephone conference with Michael Blumenthal regarding hearings next week			
12/18/2009	KLC	0.30 hours	\$97.50
Telephone conference with Michael Blumenthal and Bruce Zabarauskas regarding hearings on Tuesday			
12/21/2009	KLC	1.10 hours	\$357.50
Reviewing exhibits for hearing on BayNorth motion to dismiss			
12/21/2009	KLC	0.80 hours	\$260.00
Reviewing BayNorth's response to ESP's objection to motion to dismiss			
12/21/2009	SJM	1.10 hours	\$357.50
Review draft reply to opposition to motion for stay, and declaration of Wm. Shoaf (.40); conferences with co-counsel to prepare for hearing on motions of dismiss and for stay (.70)			
12/22/2009	KLC	0.70 hours	\$227.50
Reviewing pleadings related to motion to dismiss			
12/22/2009	KLC	0.40 hours	\$130.00
Conference with Michael Blumenthal, Bruce Zabarauskas regarding preparation for hearing			
12/22/2009	KLC	1.50 hours	\$487.50
Attending hearing on motion to dismiss			
12/23/2009	JGP	0.20 hours	\$36.00
Conference with K.Cannon regarding drafting discovery to Bay North			

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12/28/2009 JGP 1.40 hours Page 30 of 30□ \$252.00
Review 30(b)(6) questions and answers requests

12/28/2009 JGP 0.10 hours \$18.00
Draft 30(b)(6) deposition questions for Bay North

12/30/2009 SJM 0.20 hours \$65.00
Review order on BayNorth motion to dismiss and emails from B.
Zabaruskas and W. Shoaf

\$5,961.00

New Charges for This Matter \$5,961.00